

**Dated: November 19, 2022**

**To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001.**

Dear Sir/Madam,

**Sub: Scrutinizer's report pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Scrutinizer Report for the business transacted at Extra-ordinary General Meeting (AGM) of the Members of the Company held on November 19, 2022, through Video Conference facility.

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of the EGM have been duly approved by the Shareholders with requisite majority.

We request you to acknowledge and take it on your record.

Thanking you,

Yours truly,

For **PTC Industries Limited**

**Sachin Agarwal**  
**Chairman and Managing Director**  
**DIN: 00142885**

**Enclosure: as above**

**REPORT OF SCRUTINIZER**

To,  
The Chairman Extra-Ordinary General Meeting of Equity Shareholders of  
M/s PTC Industries Limited  
NH-25, Sarai, Sahjadi, Lucknow-227101, Uttar Pradesh

Dear Sir,

At the outset, I would like to thank you for appointing me as scrutinizer for the remote e-voting and voting by your members through Video Conferencing, at the Extra-Ordinary General Meeting of your Company held on Saturday, November 19, 2022, at 03:30 P.M. and concluded at 03:45 P.M. through Video Conferencing or other audio Visual Means.

I am pleased to submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respect.

Thanking you,  
Yours faithfully,

**Amit Gupta**  
Proprietor  
Amit Gupta & Associates  
Company Secretaries  
FCS – 5478, C.P. - 4682  
Date: November 19, 2022  
UDIN: F005478D001926100



## SCRUTINIZER'S REPORT

Name of the Company	<b>PTC INDUSTRIES LIMITED</b>
Meeting	Extra-Ordinary General Meeting
Date and Time	Saturday, November 19, 2022 at 03:30 PM
Venue	Video Conferencing or other audio Visual Means

### **1. Appointment as Scrutinizer**

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted through Video Conferencing at Extra-Ordinary General Meeting of PTC INDUSTRIES LIMITED (hereinafter referred as “**the Company**”) held on November 19, 2022 at 03:30 PM through Video Conferencing or other audio Visual Means.

### **2. Dispatch of Notice Convening the Meeting**

The Company had informed that, on the basis of Register of Members and the list of Beneficiary Owners (cut of date October 14, 2022) made available to by the depositories viz., National Securities Depositories Limited and Central Depositories Services (India) Limited for the purpose of voting, the Company completed dispatch of notice in the following manner:

By email	To 3971 members who have registered their e-mail ids with Depository/the RTA on October 14, 2022
By Physical mode	Not Applicable pursuant to the MCA General Circular No. 14/2020 dated April 08, 2020.

### **3. Cut Off Date**

The Voting rights were reckoned as on the November 12, 2022, being the Cut-off date for the purpose of deciding the entitlements of members for remote e voting and voting at the meeting through Video Conferencing.

### **4. Remote E-Voting**

#### **4.1. Agency**

The Company had appointed Central Depositories Services (India) Limited as the agency



for providing e voting platform.

#### **4.2. Remote E voting**

Remote e voting was open from November 16, 2022 at 09:00 AM to November 18, 2022 at 05:00 PM and Members were required to cast their votes electronically conveying their assent or dissent in respect of all the Ordinary and /or Special Resolutions, on e-voting platform provided by CDSL.

### **5. Voting at EGM**

- 5.1.** As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rule, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, after the closure of period of e- voting, the Scrutinizer was provided access to particulars of members such as - their names folio, number of shares held, but not the manner in which they have voted.
- 5.2.** Accordingly CDSL, the e-voting agency provided us the name, DP ID/folio numbers and shareholding of the members who had cast their votes through remote e voting.
- 5.3.** The Company has authorized CDSL to provide necessary support for remote e-voting as well as for voting at the meeting and CDSL provided the same.

### **6. Counting Process**

- 6.1.** On completion of voting at the meeting, the Company provided me with the list of members who had cast their votes, with their holding details and details of vote on each of the resolution.
- 6.2.** The votes were reconciled with the records maintained by the Company and RTA with respect to the authorized representatives/ proxies lodged with the Company.
- 6.3.** I unblocked the remote e voting results on the CDSL E-voting platform and downloaded the e voting details.

### **7. Result**

- 7.1.** I observed that
  - 7.1.1.** No member had cast their votes through Video Conferencing at meeting.
  - 7.1.2.** 37 Members had casted their votes through remote e-voting.
- 7.2.** The result of remote e-voting and poll as well as consolidated result with respect to each item on the Agenda as set out in the notice of the EGM dated October 20, 2022 is enclosed as Annexure – 1, 2 and 3 respectively.



- 7.3.** Based on the aforesaid result, the **Special resolution** as contained in item no. 1, and 2 of the notice dated October 20, have been passed with the requisite majority.
- 7.4.** Soft copy of the List of Members, for both voting at EGM as well as remote e-voting containing the details of members who voted “**FOR**”, who voted “**AGAINST**” & whose votes were declared “**INVALID**”, for each resolution will be emailed to the Company, after the announcement of the result by the Company.
- 7.5.** The electronic data and all other relevant records shall also be duly handed over to the Company for keeping in safe records, after the announcement of the result by the Company.

**Amit Gupta**  
**Proprietor**  
**Amit Gupta & Associates**  
**Company Secretaries**  
**FCS – 5478, C.P. - 4682**  
**Date: November 19, 2022**  
**UDIN: F005478D001926100**

**Results of remote E-Voting conducted at the Extra-Ordinary General Meeting of  
PTC INDUSTRIES LIMITED**

1. The result of remote e-voting is as under:

a) **Resolution 1: Issuance of 6,30,170 fully convertible warrants on preferential basis to persons belonging to 'Non Promoter' category (Special Resolutions)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>37</b>	<b>9789480</b>	<b>100%</b>

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>



**b) Resolution 2: Issuance of 2,89,600 equity shares on preferential basis to persons belonging to 'Non Promoter' category (Special Resolutions)**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>37</b>	<b>9789480</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**Results of E-Voting at the Extra-Ordinary General Meeting through Video Conferencing PTC INDUSTRIES LIMITED**

1. The result of the e-voting conducted during Extra-Ordinary General Meeting is as under:

a) **Resolution 1: Issuance of 6,30,170 fully convertible warrants on preferential basis to persons belonging to 'Non Promoter' category (Special Resolutions)**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

ii. **Voted against the resolution:**

Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

iii. **Invalid votes :**

Total number of members (through VC ) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>





**b) Resolution 2: Issuance of 2,89,600 equity shares on preferential basis to persons belonging to 'Non Promoter' category (Special Resolutions)**

**i. Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**ii. Voted against the resolution:**

Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**iii. Invalid votes :**

Total number of members (through VC ) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>



**Results of remote E-Voting & Voting conducted at the Extra-Ordinary General Meeting of  
PTC INDUSTRES LIMITED**

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	EGM through VC	TOTAL	
<b>Item No. 1: Issuance of 6,30,170 fully convertible warrants on preferential basis to persons belonging to 'Non Promoter' category (Special Resolutions)</b>				
Assent	97,89,480	Nil	97,89,480	100
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
<b>Total</b>	97,89,480	Nil	97,89,480	100
<b>Outcome</b>	<b>Passed as a Special Resolution</b>			
<b>Item No. 2: Issuance of 2,89,600 equity shares on preferential basis to persons belonging to 'Non Promoter' category (Special Resolutions)</b>				
Assent	97,89,480	Nil	97,89,480	100
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
<b>Total</b>	97,89,480	Nil	97,89,480	100
<b>Outcome</b>	<b>Passed as a Special Resolution</b>			

**Amit Gupta**  
Proprietor  
**Amit Gupta & Associates**  
Company Secretaries  
FCS – 5478, C.P. - 4682  
Date: November 19, 2022  
UDIN: F005478D001926100

**Countersigned by Chairman**  
**PTC Industries Limited**

**Sachin Agarwal**  
Chairman